

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
	:	
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	:	08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
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**ORDER GRANTING APPLICATIONS FOR THE  
ALLOWANCES OF INTERIM COMPENSATION FOR THE PERIOD OF  
JANUARY 31, 2009 THROUGH MAY 31, 2009 FOR PROFESSIONAL SERVICES  
PERFORMED AND REIMBURSEMENT OF ACTUAL AND NECESSARY  
EXPENSES INCURRED BY WINDELS, MARX, LANE & MITTENDORF LLP**

Upon consideration of the applications (the “Applications”) for allowances of interim compensation for professional services performed and reimbursement of actual and necessary expenses incurred during the period of January 31, 2009 through May 31, 2009 (the “Application Period”), pursuant to sections 330(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure, filed by Windels, Marx, Lane & Mittendorf (“Windels”); and after due notice pursuant to the amended order dated February 13, 2009 governing case management and administrative procedures in these chapter 11 cases [Docket No. 2387]; and a hearing having been held on August 5, 2009 to consider the Applications; and there being no objections to the Applications; and after due consideration and upon all of the proceedings held before the Court, and sufficient cause appearing therefore, it is hereby

**ORDERED:**

1. The Applications are granted to the extent provided in Exhibit A annexed hereto.

2. Interim compensation to Windels for professional services performed during the Application Period is allowed and awarded in the amounts set forth on Exhibit A in the column entitled “Fees Awarded” pursuant to section 331 of the Bankruptcy Code.
3. Reimbursement to Windels for expenses incurred during the Application Period is allowed and awarded in the amounts set forth on Exhibit A in the column entitled “Expenses Awarded.”
4. The Debtors are authorized and directed to pay the “Fees Awarded” and “Expenses Awarded” pursuant to this order to Windels to the extent not previously paid pursuant to the Order Authorizing the Debtors to Employ Professionals Utilized in the Ordinary Course of Business, dated November 5, 2008 [Docket No. 1394] or otherwise.

Dated: New York, New York  
August 13, 2009

s/ James M. Peck  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT A**

**Current Fee Period: Jan. 31, 2009 to May 31, 2009**

<b>Applicant</b>	<b>Date/ Document No. of Application</b>	<b>Fees Requested</b>	<b>Fees Awarded</b>	<b>Expenses Requested</b>	<b>Expenses Awarded</b>
Windels Marx Lane & Mittendorf, LLP	Apr. 10, 2009 3327	\$217,903.50	\$217,903.50	\$12,799.75	\$12,799.75
Windels Marx Lane & Mittendorf, LLP	Apr. 10, 2009 3329	\$169,663.50	\$169,663.50	\$3,962.89	\$3,962.89
Windels Marx Lane & Mittendorf, LLP	Apr. 10, 2009 3330	\$218,060.00	\$218,060.00	\$1,019.93	\$1,019.93
Windels Marx Lane & Mittendorf, LLP	June 1, 2009 3715	\$192,434.00	\$192,434.00	\$3,695.88	\$3,695.88
Windels Marx Lane & Mittendorf, LLP	July 2, 2009 4264	\$168,594.50	\$168,594.50	\$2,258.60	\$2,258.60

Schedule A(1)

**Date: August 13, 2009**

**Initials: JMP, USBJ**

**Summary: All Fee Periods (Including This Period)**

<b>Applicant</b>	<b>Total Fees Requested</b>	<b>Total Fees Awarded</b>	<b>Total Expenses Requested</b>	<b>Total Expenses Awarded</b>
Windels Marx Lane & Mittendorf, LLP	\$217,903.50	\$217,903.50	\$12,799.75	\$12,799.75
Windels Marx Lane & Mittendorf, LLP	\$169,663.50	\$169,663.50	\$3,962.89	\$3,962.89
Windels Marx Lane & Mittendorf, LLP	\$218,060.00	\$218,060.00	\$1,019.93	\$1,019.93
Windels Marx Lane & Mittendorf, LLP	\$192,434.00	\$192,434.00	\$3,695.88	\$3,695.88
Windels Marx Lane & Mittendorf, LLP	\$168,594.50	\$168,594.50	\$2,258.60	\$2,258.60

Schedule A(2)

**Date: August 13, 2009**

**Initials: JMP, USBJ**